HULETT HARPER STEWART LLP
BLAKE MUIR HARPER, SBN: 115756
KIRK B. HULETT; SBN: 110726
550 West C Street, Suite 1600
San Diego, CA 92101
Telephone: (619) 338-1133
Facsimile: (619) 338-1139

Proposed Liaison Counsel for Movants
Westchester Capital Management, Inc and
Green & Smith Investment Management L.L.C.
[Additional Counsel on Signature Page]

IN THE UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF CALIFORNIA

HCL PARTNERS LIMITED PARTNERSHIP, On behalf of Itself and all others similarly situated, Plaintiff, -v- LEAP WIRELESS INTERNATIONAL, INC., S. DOUGLAS HUTCHESON, DEAN M. LUVISA, AMIN I. KHALIFA and PRICEWATERHOUSECOOPERS, LLP, Defendants.	Case No.: 07-cv-2245-BTM-NLS **CLASS ACTION** **PROOF OF SERVICE** DATE: TBD TIME: TBD JUDGE: Hon. Barry Ted Moskowitz CTRM: 15 (5th Floor)
FRANK CHAREK, Individually and on behalf of all others similarly situated, Plaintiff, -v- LEAP WIRELESS INTERNATIONAL, INC., S. DOUGLAS HUTCHESON, MARK H. RACHESKY, AMIN I. KHALIFA, GLENN UMETSU, and DEAN M. LUVISA, Defendants.	Case No.: 07-cv-2256-BTM-NLS

[Caption continued on next page]

DEVAY CAMPBELL, Individually and on behalf of all others similarly situated, Plaintiff, -v- LEAP WIRELESS INTERNATIONAL, INC., S. DOUGLAS HUTCHESON, MARK H. RACHESKY, AMIN I. KHALIFA, GLENN UMETSU, and DEAN M. LUVISA, Defendants.	Case No.: 07-cv-2297-BTM-NLS

PROOF OF SERVICE

HCL Partners Limited Partnership, et al. v. Leap Wireless International, Inc., et al.
CASE NO.: 07-cv-2245-BTM-NLS

I, the undersigned, declare under penalty of perjury that I am over the age of eighteen years and not a party to this action. I am employed in the County of San Diego, State of California. My business address is: 550 West C Street, Suite 1600, San Diego, CA 92101.

That on January 28, 2008, I served the following document(s) entitled:

- **NOTICE OF MOTION AND MOTION BY CLASS MEMBERS WESTCHESTER CAPITAL MANAGEMENT, INC. AND GREEN & SMITH INVESTMENT MANAGEMENT L.L.C. FOR THE CONSOLIDATION OF ALL RELATED ACTIONS, FOR APPOINTMENT AS LEAD PLAINTIFF AND FOR APPROVAL OF LEAD PLAINTIFF'S SELECTION OF LEAD COUNSEL;**
- **MEMORANDUM OF POINTS AND AUTHORITIES IN SUPPORT OF THE MOTION OF CLASS MEMBERS WESTCHESTER CAPITAL MANAGEMENT, INC. AND GREEN & SMITH INVESTMENT MANAGEMENT L.L.C. FOR APPOINTMENT AS LEAD PLAINTIFF AND APPROVAL OF LEAD PLAINTIFF'S SELECTION OF LEAD COUNSEL;**
- **DECLARATION OF NANCY KABOOLIAN IN SUPPORT OF MOTION BY CLASS MEMBERS WESTCHESTER CAPITAL MANAGEMENT, INC. AND GREEN & SMITH INVESTMENT MANAGEMENT L.L.C. FOR THE CONSOLIDATION OF ALL RELATED CASES, APPOINTMENT AS LEAD PLAINTIFF AND FOR APPROVAL OF LEAD PLAINTIFF'S SELECTION OF LEAD COUNSEL; and**
- **ORDER FOR THE CONSOLIDATION OF ALL RELATED ACTIONS, APPOINTMENT LEAD PLAINTIFF AND APPROVAL OF LEAD PLAINTIFF'S SELECTION OF LEAD COUNSEL.**

on ALL INTERESTED PARTIES in this action: **SEE ATTACHED SERVICE LIST**

☑ **BY MAIL:** By placing a true copy thereof in a sealed envelope addressed as above, and placing it for collection and mailing following ordinary business practices. I am readily familiar with the firm's practice of collection and processing correspondence, pleadings, and other matters for mailing with the United States Postal Service. The correspondence, pleadings and other matters are deposited with the United States Postal Service with postage thereon fully prepaid in San Diego, California, on the same day in the ordinary course of business. I am aware that on motion of the party served, service is presumed invalid if the postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit.

☐ **BY OVERNIGHT COURIER:** I caused the above-referenced document(s) to be contained in an overnight envelope and to be deposited in a **Federal Express/Overnite Express** box located at 550 West C Street, San Diego, California, for delivery to the above address(es).

☐ **BY FAX:** I transmitted a copy of the foregoing document(s) this date via telecopier to the facsimile numbers shown on the attached service list. The facsimile machine I used reported no error and I caused the machine to print a transmission record of the transmission.

☑ **BY CM/ECF Electronic Service:** I caused such document to be served via the electronic filling system on all registered parties.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on January 28, 2008, at San Diego, California.

KATIE GONZALEZ

LEAP WIRELESS
Case No. 07-cv-2245-BTM-NLS
Service List

PLAINTIFFS' COUNSEL

Nancy Kaboolian
Karin E. Fisch
ABBEY SPANIER RODD & ABRAMS, LLP
212 East 39th Street
New York, New York 10016
Telephone: (212) 889-3700
Facsimile: (212) 684-5191

Evan J. Smith
BRODSKY & SMITH LLC
9595 Wilshire Blvd., Suite 900
Beverly Hills, CA 90212
Telephone: (310)300-8425
Facsimile: (310) 247-0160

Darren J. Robbins
David C. Walton
Catherine J. Kowalewski
COUGHLIN STOIA GELLER RUDMAN & ROBBINS LLP
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: (619) 231-1058
Facsimile: (619) 231-7423

Lionel Glancy
GLANCY BINKOW & GOLDBERG LLP
1801 Ave. of the Stars, Suite 311
Los Angeles, CA 90067
Telephone: (310) 201-9150
Facsimile: (310) 201-9160

Kirk B. Hulett
HULLETT HARPER STEWART LLP
550 West C Street, Suite 1600
San Diego, CA 92101
Telephone: (619) 338-1133
Facsimile: (619) 338-1139

Richard A. Maniskas
D. Seamus Kaskela
SCHIFFRIN BARROWAY TOPAZ & KESSLER LLP
280 King of Prussia Road
Radnor, PA 19087
Telephone: (610) 667-7706
Facsimile: (610) 667-7056

Joel P. Laitman
Christopher Lometti
Jap P. Saltzman
SCHOENGOLD SPORN LAITMAN & LOMETTI, P.C.
19 Fulton Street, Suite 406
New York, NY 10038
Telephone: (212) 964-0046
Facsimile: (212) 267-8137

Ralph E. Preite
DAVIDOFF MALITO & HUTCHER, LLP
605 Third Avenue
New York, New York
Telephone: (212) 557-7200
Facsimile: (212) 286-1884

DEFENSE COUNSEL

Kimberley A. Hicks
LATHAM & WATKINS LLP
600 West Broadway, Suite 1800
San Diego, CA 92101
Telephone: (619) 236-1234
Facsimile: (619) 696-7419

Keith Eggleton
WILSON SONSINI GOODRICH
& ROSATI LLP
650 Page Mill Road
Palo Alto, CA 94304
Telephone: (650) 493-9300
Facsimile: (650) 493-6811